

THIS INSTRUMENT PREPARED BY AND RETURN TO:
W. Emmett Marston, Esq.
Martin, Tate, Morrow & Marston, PC
6410 Poplar Ave., #1000
Memphis, TN 38119
(901) 522-9000

4/11/06 9:42:01
BK 113 PG 475
DESDO COUNTY, MS
W.E. DAVIS, CH CLERK

CERTIFICATE OF TRUST AGREEMENT

NACRETIA E. CLAWSON REVOCABLE TRUST

This Certificate of Trust Agreement is made and entered into the 31st day of March, 2006, by and between NACRETIA E. CLAWSON, Grantor, of Olive Branch, Mississippi (the "Grantor") and NACRETIA E. CLAWSON of Olive Branch, Mississippi, Trustee (the "Trustee");

WHEREAS, on July 25, 2002, the Grantor, as Grantor, did create under the laws of the State of Arkansas, the NACRETIA E. CLAWSON REVOCABLE TRUST under Trust Agreement dated July 25, 2002, with NACRETIA E. CLAWSON, as Trustee (the "Trust");

WHEREAS, on the date hereof, pursuant to the power reserved in the Trust Agreement, the Grantor and the Trustee entered into the NACRETIA E. CLAWSON RESTATED TRUST AGREEMENT (the "Restated Trust Agreement") in which the Trust was amended and restated in its entirety, which restatement included the selection of Mississippi law as the governing law for the Trust;

WHEREAS, pursuant to Sections 91-9-1 and 91-9-7 of the Mississippi Code of 1972, as amended, the Grantor and Trustee of the Restated Trust Agreement desire to enter into this Certificate of Trust Agreement with respect to the Restated Trust Agreement.

NOW, THEREFORE, premises considered, the Grantor and the Trustee certify as follows:

1. The name of the Trust is the NACRETIA E. CLAWSON REVOCABLE TRUST.

2. The name and street and mailing address of the office and residence of the Trustee is as follows:

Nacretia E. Clawson
9403 Huron Drive
Olive Branch, MS 38654

3. The name and street and mailing address of the Grantor is as follows:

Nacretia E. Clawson
9403 Huron Drive
Olive Branch, MS 38654

4. A description of all interest in Mississippi real property owned by or conveyed to the Trust is set forth in the copy of the Warranty Deed attached hereto as **Exhibit "A"**.

5. The anticipated date of the termination of the Trust is at the election of the Grantor or upon the death of the Grantor, whichever occurs first.

6. The Grantor has granted to the Trustee full power to administer the trust property, including, with respect to the real property owned by or conveyed to the Trust, full power to sell, mortgage, lease, convey or otherwise dispose of said property, any purchaser, lessee or encumbrance being expressly relieved of the necessity of looking to the application of the proceeds of any such sale, lease, mortgage or other disposition.

7. This Certificate of Trust Agreement amends and restates any prior Certificate of Trust Agreement relating to this Trust.

IN WITNESS WHEREOF, the Grantor and the Trustee have executed this Certificate of Trust Agreement effective on the day and year first above written.

Nacretia E. Clawson
NACRETIA E. CLAWSON, Grantor

Nacretia E. Clawson
NACRETIA E. CLAWSON, Trustee

STATE OF TENNESSEE

COUNTY OF SHELBY

Personally appeared before me, the undersigned Notary Public, in and for the State and County aforesaid, the within named NACRETIA E. CLAWSON, Grantor, who acknowledged that she signed and delivered the foregoing instrument on the day and year therein mentioned as her voluntary act and deed.

Given under my hand and seal this 31st day of March, 2006.

Shirley Daley Long
NOTARY PUBLIC

MY COMMISSION EXPIRES:



MY COMMISSION EXPIRES APRIL 25, 2007

STATE OF TENNESSEE

COUNTY OF SHELBY

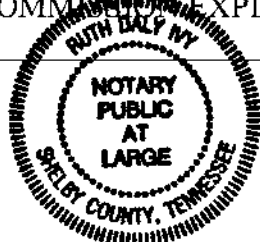
Personally appeared before me, the undersigned Notary Public, in and for the State and County aforesaid, the within named NACRETIA E. CLAWSON, Trustec, who acknowledged that she signed and delivered the foregoing instrument on the day and year therein mentioned as her voluntary act and deed.

Given under my hand and seal this 31st day of March, 2006.

Ruth Daly Ny

NOTARY PUBLIC

MY COMMISSION EXPIRES:



MY COMMISSION EXPIRES APRIL 25, 2007

BK 0448 PG 0735

S03-1185

JAMES L. WILSON, JR. AND WIFE,
MAXINE M. WILSON,
GRANTORS

WARRANTY

TO

DEED

NACRETIA E. CLAWSON AS TRUSTEE FOR THE
NACRETIA E. CLAWSON REVOCABLE TRUST,
GRANTEE

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, James L. Wilson, Jr. and wife, Maxine M. Wilson, do hereby sell, convey, and warrant unto Nacretia E. Clawson as Trustee for the Nacretia E. Clawson Revocable Trust, the land lying and being situated in DeSoto County, Mississippi, described as follows, to-wit:

Lot 179, The Plantation, Phase 2, Section "D", Plantation Lakes Subdivision, located in Section 22, Township 1 South Range 6 West, DeSoto County, Mississippi, as recorded in Plat Book 52, Pages 23-25 in the office of the Chancery Clerk of DeSoto County, Mississippi.

The warranty in this deed is subject to rights of ways and easements for public roads and public utilities, to building, zoning, subdivision and health department regulations in effect in DeSoto County, Mississippi.

Subject to subdivision restrictive covenants, easements and setback lines as recorded in Book 52, Pages 23-25, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Taxes for 2003 have been prorated, and possession is given with this deed.

WITNESS our signature(s), this the 21st day of July, 2003.

STATE MS.-DE SOTO CO.
FILED

JUL 23 10 55 AM '03

James L. Wilson, Jr.
James L. Wilson, Jr.
Maxine M. Wilson
Maxine M. Wilson

STATE OF MISSISSIPPI:
COUNTY OF DESOTO:

BK 448 PG 735
W. E. DAVIS CH. CLK.

PERSONALLY APPEARED before me, the undersigned authority at law, in and for the State and County aforesaid, the within named JAMES L. WILSON, JR. AND WIFE, MAXINE M. WILSON, who acknowledged that they signed and delivered the above and foregoing Deed on the day and year therein mentioned, as their free act and deed, and for the purposes therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 21st day of July, 2003.

My Commission expires: 12/5/2003

[Signature]
Notary Public

Grantors Address:

2623 Blue Meadow
Temple, TX 76502
Home Phone Number: 254-939-9212
Business Number: 714-377

Grantees Address:

9403 Huron Drive
Olive Branch, MS 38654
Home Phone Number: 581-228-5111
Business Number: N/A

Prepared By:

Austin Law Firm, P.A.
6928 Cobblestone Drive
Suite 100
Southaven, Mississippi 38672
(662) 890-7575

